

B1040 (FORM 1040) (12/15)

ADVERSARY PROCEEDING COVER SHEET (Instructions on Reverse)		ADVERSARY PROCEEDING NUMBER (Court Use Only)
PLAINTIFFS Marc S. Kirschner, as Litigation Trustee of the Litigation Sub-Trust	DEFENDANTS See Attachment A	
ATTORNEYS (Firm Name, Address, and Telephone No.) Sidley Austin LLP, 2021 McKinney Ave., Suite 2000, Dallas, TX 75201, (214) 981-3300; Quinn Emanuel Urquhart & Sullivan LLP, 51 Madison Ave., 22nd Floor, New York, NY 10010, (212) 849-7000	ATTORNEYS (If Known) See Attachment B	
PARTY (Check One Box Only) <input type="checkbox"/> Debtor <input type="checkbox"/> U.S. Trustee/Bankruptcy Admin <input type="checkbox"/> Creditor <input type="checkbox"/> Other <input checked="" type="checkbox"/> Trustee	PARTY (Check One Box Only) <input type="checkbox"/> Debtor <input type="checkbox"/> U.S. Trustee/Bankruptcy Admin <input type="checkbox"/> Creditor <input checked="" type="checkbox"/> Other <input type="checkbox"/> Trustee	
CAUSE OF ACTION (WRITE A BRIEF STATEMENT OF CAUSE OF ACTION, INCLUDING ALL U.S. STATUTES INVOLVED) Avoidance and recovery of transfers and distributions as constructive and intentional fraudulent transfers under 11 U.S.C. Sections 544, 548, and 550, 26 U.S.C. Section 6502, and other applicable law; illegal distributions under Delaware Uniform Limited Partnership Act; breach of fiduciary duty; declaratory judgment for general partnership liability; declaratory judgment for alter ego liability; successor liability; aiding and abetting breach of fiduciary duty; knowing participation in breach of fiduciary duty; civil conspiracy to breach fiduciary duties; tortious interference with prospective business relations; breach of contract; conversion; unjust enrichment; avoidance and recovery of the one-year transfers as preferential transfers under 11 U.S.C. Sections 547 and 550; disallowance of claims under Section 502(b), 502(d), and 502(e) of the Bankruptcy Code; subordination of claims under Sections 502 and 510 of the Bankruptcy Code		
NATURE OF SUIT (Number up to five (5) boxes starting with lead cause of action as 1, first alternative cause as 2, second alternative cause as 3, etc.)		
FRBP 7001(1) – Recovery of Money/Property <input type="checkbox"/> 11-Recovery of money/property - §542 turnover of property <input type="checkbox"/> 12-Recovery of money/property - §547 preference <input checked="" type="checkbox"/> 13-Recovery of money/property - §548 fraudulent transfer <input checked="" type="checkbox"/> 14-Recovery of money/property - other FRBP 7001(2) – Validity, Priority or Extent of Lien <input type="checkbox"/> 21-Validity, priority or extent of lien or other interest in property FRBP 7001(3) – Approval of Sale of Property <input type="checkbox"/> 31-Approval of sale of property of estate and of a co-owner - §363(h) FRBP 7001(4) – Objection/Revocation of Discharge <input type="checkbox"/> 41-Objection / revocation of discharge - §727(c),(d),(e) FRBP 7001(5) – Revocation of Confirmation <input type="checkbox"/> 51-Revocation of confirmation FRBP 7001(6) – Dischargeability <input type="checkbox"/> 66-Dischargeability - §523(a)(1),(14),(14A) priority tax claims <input type="checkbox"/> 62-Dischargeability - §523(a)(2), false pretenses, false representation, actual fraud <input type="checkbox"/> 67-Dischargeability - §523(a)(4), fraud as fiduciary, embezzlement, larceny (continued next column)	FRBP 7001(6) – Dischargeability (continued) <input type="checkbox"/> 61-Dischargeability - §523(a)(5), domestic support <input type="checkbox"/> 68-Dischargeability - §523(a)(6), willful and malicious injury <input type="checkbox"/> 63-Dischargeability - §523(a)(8), student loan <input type="checkbox"/> 64-Dischargeability - §523(a)(15), divorce or separation obligation (other than domestic support) <input type="checkbox"/> 65-Dischargeability - other FRBP 7001(7) – Injunctive Relief <input type="checkbox"/> 71-Injunctive relief – imposition of stay <input type="checkbox"/> 72-Injunctive relief – other FRBP 7001(8) Subordination of Claim or Interest <input checked="" type="checkbox"/> 81-Subordination of claim or interest FRBP 7001(9) Declaratory Judgment <input checked="" type="checkbox"/> 91-Declaratory judgment FRBP 7001(10) Determination of Removed Action <input type="checkbox"/> 01-Determination of removed claim or cause Other <input type="checkbox"/> SS-SIPA Case – 15 U.S.C. §§78aaa <i>et seq.</i> <input checked="" type="checkbox"/> 02-Other (e.g. other actions that would have been brought in state court if unrelated to bankruptcy case)	
<input type="checkbox"/> Check if this case involves a substantive issue of state law	<input type="checkbox"/> Check if this is asserted to be a class action under FRCP 23	
<input type="checkbox"/> Check if a jury trial is demanded in complaint	Demand \$ In excess of \$369,000,000	
Other Relief Sought Disgorgement, restitution, disallowance of claims, pre- and post-judgment interest; attorneys' fees; and such other and further relief as the Court deems just and proper.		

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BANKRUPTCY CASE IN WHICH THIS ADVERSARY PROCEEDING ARISES		
NAME OF DEBTOR Highland Capital Management. L.P.		BANKRUPTCY CASE NO. 19-34054-sgj11
DISTRICT IN WHICH CASE IS PENDING Northern District of Texas	DIVISION OFFICE Dallas	NAME OF JUDGE Honorable Judge Jernigan
RELATED ADVERSARY PROCEEDING (IF ANY)		
PLAINTIFF	DEFENDANT	ADVERSARY PROCEEDING NO.
DISTRICT IN WHICH ADVERSARY IS PENDING	DIVISION OFFICE	NAME OF JUDGE
SIGNATURE OF ATTORNEY (OR PLAINTIFF) /s/ Paige Holden Montgomery		
DATE 10/15/2021	PRINT NAME OF ATTORNEY (OR PLAINTIFF) Paige Holden Montgomery	

INSTRUCTIONS

The filing of a bankruptcy case creates an “estate” under the jurisdiction of the bankruptcy court which consists of all of the property of the debtor, wherever that property is located. Because the bankruptcy estate is so extensive and the jurisdiction of the court so broad, there may be lawsuits over the property or property rights of the estate. There also may be lawsuits concerning the debtor’s discharge. If such a lawsuit is filed in a bankruptcy court, it is called an adversary proceeding.

A party filing an adversary proceeding must also must complete and file Form 1040, the Adversary Proceeding Cover Sheet, unless the party files the adversary proceeding electronically through the court’s Case Management/Electronic Case Filing system (CM/ECF). (CM/ECF captures the information on Form 1040 as part of the filing process.) When completed, the cover sheet summarizes basic information on the adversary proceeding. The clerk of court needs the information to process the adversary proceeding and prepare required statistical reports on court activity.

The cover sheet and the information contained on it do not replace or supplement the filing and service of pleadings or other papers as required by law, the Bankruptcy Rules, or the local rules of court. The cover sheet, which is largely self-explanatory, must be completed by the plaintiff’s attorney (or by the plaintiff if the plaintiff is not represented by an attorney). A separate cover sheet must be submitted to the clerk for each complaint filed.

Plaintiffs and Defendants. Give the names of the plaintiffs and defendants exactly as they appear on the complaint.

Attorneys. Give the names and addresses of the attorneys, if known.

Party. Check the most appropriate box in the first column for the plaintiffs and the second column for the defendants.

Demand. Enter the dollar amount being demanded in the complaint.

Signature. This cover sheet must be signed by the attorney of record in the box on the second page of the form. If the plaintiff is represented by a law firm, a member of the firm must sign. If the plaintiff is pro se, that is, not represented by an attorney, the plaintiff must sign.

Attachment A: Defendants

JAMES D. DONDERO; MARK A. OKADA; SCOTT ELLINGTON; ISAAC LEVENTON; GRANT JAMES SCOTT III; FRANK WATERHOUSE; STRAND ADVISORS, INC.; NEXPOINT ADVISORS, L.P.; HIGHLAND CAPITAL MANAGEMENT FUND ADVISORS, L.P.; DUGABOY INVESTMENT TRUST AND NANCY DONDERO, AS TRUSTEE OF DUGABOY INVESTMENT TRUST; GET GOOD TRUST AND GRANT JAMES SCOTT III, AS TRUSTEE OF GET GOOD TRUST; HUNTER MOUNTAIN INVESTMENT TRUST; MARK & PAMELA OKADA FAMILY TRUST – EXEMPT TRUST #1 AND LAWRENCE TONOMURA AS TRUSTEE OF MARK & PAMELA OKADA FAMILY TRUST – EXEMPT TRUST #1; MARK & PAMELA OKADA FAMILY TRUST – EXEMPT TRUST #2 AND LAWRENCE TONOMURA IN HIS CAPACITY AS TRUSTEE OF MARK & PAMELA OKADA FAMILY TRUST – EXEMPT TRUST #2; CLO HOLDCO, LTD.; CHARITABLE DAF HOLDCO, LTD.; CHARITABLE DAF FUND, LP.; HIGHLAND DALLAS FOUNDATION; RAND PE FUND I, LP, SERIES 1; MASSAND CAPITAL, LLC; MASSAND CAPITAL, INC.; SAS ASSET RECOVERY, LTD.; AND CPCM, LLC.

Attachment B: Known Attorneys for Defendants

Defendants	Attorney
James D. Dondero	Bonds Ellis Eppich Schafer Jones LLP 420 Throckmorton St., Suite 1000 Fort Worth, TX 76102 (817) 405-6900
Mark A. Okada; Mark & Pamela Okada Family Trust – Exempt Trust 1 and Lawrence Tonomura as Trustee of Mark & Pamela Okada Family Trust – Exempt Trust 1; Mark & Pamela Okada Family Trust – Exempt Trust 2 and Lawrence Tonomura as Trustee of Mark & Pamela Okada Family Trust – Exempt Trust 2	Sullivan Cromwell LLP 125 Broad Street New York, New York 10004 (212) 558-4000
Scott Ellington, Isaac Leventon, Frank Waterhouse	Baker & McKenzie 452 Fifth Avenue New York, NY 10018 (212) 626-4100
Grant James Scott III	Kane Russell Coleman Logan PC Bank of America Plaza 901 Main Street, Suite 5200 Dallas, Texas 75202 (214) 777-4200
NexPoint Advisors, LP	Munsch Hardt Kopf & Harr P.C. 3800 Ross Tower 500 N. Akard Street Dallas, TX 75202-2790 (214) 855-7500
Highland Capital Management Fund Advisors, LP	Wick Phillips Gould & Martin, LLP 3131 McKinney Avenue, Suite 500 Dallas, Texas 75204 (214) 692-6200
Dugaboy Investment Trust and Nancy Dondero, as Trustee of Dugaboy Investment Trust; Get Good Trust and Grant James Scott III, as Trustee of Get Good Trust	Heller, Draper, and Horn 650 Poydras Street, Suite 2500 New Orleans, LA 70130 (504) 299-3300
Hunter Mountain Investment Trust; Rand PE Fund I, LP, Series 1	Rochelle McCullough, LLP 325 North St. Paul Street, Suite 4500 Dallas, Texas 75201 214) 953-0182

Defendants	Attorney
CLO Holdco, Ltd.; Charitable DAF Holdco, Ltd.; Charitable DAF Fund, LP; Highland Dallas Foundation	Kelly Hart Pitre One American Place 301 Main Street, Suite 1600 Baton Rouge, LA 70801-1916 (225) 381-9643
Massand Capital, LLC	Vanacour Perkins 14675 Midway Road, Suite 100 Addison, TX 75001 (972) 646-3999